

APR 12 2010

**IN THE UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF GEORGIA
ATLANTA DIVISION**

In re:)	Chapter 11
)	
SWOOZIE'S, INC., ¹)	Case No. 10-66316-CRM
)	
Debtor.)	

**ORDER GRANTING EMERGENCY MOTION FOR ENFORCEMENT OF ORDER
PURSUANT TO SECTION 363 OF THE BANKRUPTCY CODE AUTHORIZING AND
APPROVING (I) DEBTOR'S ENTRY INTO THE ASSET PURCHASE AND AGENCY
AGREEMENTS WITH HILCO MERCHANT RESOURCES, LLC, (II) AUTHORIZING
THE SALE OF CERTAIN OF THE DEBTOR'S ASSETS, FREE AND CLEAR OF ALL
LIENS, CLAIMS, ENCUMBRANCES, AND OTHER INTERESTS, (III) AUTHORIZING
DEBTOR TO CONSUMMATE ALL TRANSACTIONS RELATED TO THE ABOVE,
AND (IV) GRANTING OTHER RELIEF**

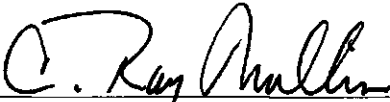
Hilco Merchant Resources, LLC, (the "Agent"), by counsel, having filed its *Emergency Motion for Enforcement of Order Pursuant to Section 363 of the Bankruptcy Code Authorizing and Approving (I) Debtor's Entry Into the Asset Purchase and Agency Agreements with Hilco Merchant Resources, LLC, (II) Authorizing the Sale of Certain of the Debtor's Assets, Free and Clear of all Liens, Claims, Encumbrances, and Other Interests, (III) Authorizing Debtor to Consummate all Transactions Related to the Above, and (IV) Granting Other Relief* (the "Motion"), no objections having been filed, all appearances are as noted on the record, and the Court, having reviewed said Motion, having heard the arguments of counsel, and being duly advised, hereby sets relief requested in the Motion, therefore,

¹ The last four digits of Debtor's taxpayer identification number are 5738 and Debtor's mailing address is 80 W. Wieuca Road, Suite 302, Atlanta, GA 30342.

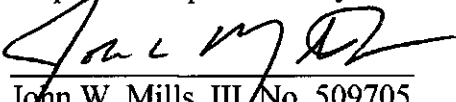
IT IS HEREBY ORDERED AS FOLLOWS:

The City of University Park, Texas, shall permit Hilco Merchant Resources, LLC, as Agent for the Debtor, to use at Swoozie's store number nine (9), located at 8417 Preston Center Plaza Drive, the forms of advertising described in the attached **Exhibit A**.

IT IS SO ORDERED, this 12 day of April, 2010,


C. RAY MULLINS
UNITED STATES BANKRUPTCY JUDGE

Prepared and presented by:


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Attorney for Hilco Merchant Resources, LLC

EXHIBIT A

SWOOZIES

Store #9

Dallas, TX

	(QTY)	Size	Utilized
Banners			
PAPER BANNER (STORE CLOSING)	1	3'x15'	interior
3 x 5 Window Signs			
Store Closing Sale	3	3'x5'	windows/ceiling
GOB	2	3'x5'	windows/ceiling
Everything Must Go	1	3'x5'	windows/ceiling
Entire Store On Sale (+LEA O/L)	2	3'x5'	windows/ceiling
Nothing Held Back	1	3'x5'	windows/ceiling
Everything 10-30 Off W/Overlay (+LEA O/L) + UP TO O/L	3	3'x5'	windows/ceiling
Last 10 Days w/Overlay	1	3'x5'	windows/ceiling
28 x 28" Ceiling Signs			
Everything 10-30 Off W/Overlay (+LEA O/L) + UP TO O/L	9	28"x28"	windows/ceiling
22 x 28" Ceiling Signs			
Store Closing Sale	5	22"x28"	windows/ceiling
GOB	5	22"x28"	windows/ceiling
Everything Must Go	2	22"x28"	windows/ceiling
Entire Store On Sale (+LEA O/L)	4	22"x28"	windows/ceiling
Nothing Held Back	2	22"x28"	windows/ceiling
Last 10 Day w/Overlays	2	22"x28"	windows/ceiling
Fixtures For Sale (WITH BUYERS' PREMIUM & WEBSITE)	4	22"x28"	windows/ceiling
U-Pays			
2" x 3" Hang Tag	200	2"x3"	interior
3" x 4" Hang Tag	500	3"x4"	interior
5" x 7" Hang Tag	500	5"x7"	interior
7"x 11"	200	7"x11"	interior
Starbursts			
Blank	100	5"x7"	interior
7 x 11" Toppers			
10%	50	7"x11"	interior
20%	50	7"x11"	interior
25%	50	7"x11"	interior
30%	50	7"x11"	interior
40%	60	7"x11"	interior
50%	60	7"x11"	interior
60%	40	7"x11"	interior
70%	30	7"x11"	interior
80%	30	7"x11"	interior
90%	20	7"x11"	interior
7 x 11" Charts			
10%	5	7"x11"	interior

20%	5	7"x11"	interior
25%	5	7"x11"	interior
30%	5	7"x11"	interior
40%	6	7"x11"	interior
50%	6	7"x11"	interior
60%	4	7"x11"	interior
70%	3	7"x11"	interior
80%	3	7"x11"	interior
90%	2	7"x11"	interior
Policy Signs			
All Sales Final	5	17"x22"	interior
MFG Warranty	2	17"x22"	interior
No Checks (V, MC, AE, DISC)	4	17"x22"	interior
Please Do Not Open Merchandise	10	17"x22"	interior
Store Hours	2	8.5"x11"	doors/windows
Hotline Poster (HMR TIPS)	1	2'x3'	interior
FF&E BALLOT BOX	1	14"x14"x51"	interior
Exterior Signs			
A Frame (Going Out of Business)	4	4'x8'	exterior